

**DECLARATION AND POWER OF ATTORNEY**

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name, that I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention, design or discovery entitled **DISTRIBUTED TELECOMMUNICATION NETWORK**, the specification of which is attached hereto;

That I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above; that I do not know and do not believe that said invention, design or discovery was ever known or used in the United States of America before my invention or discovery thereof, or patented or described in any printed publication in any country before my invention or discovery thereof, or more than one year prior to this application, or in public use or on sale in the United States of America more than one year prior to this application; that said invention, design or discovery has not been patented or made the subject of an inventor's certificate issued prior to the date of this application in any country foreign to the United States of America on an application filed by me or my legal representatives or assigns; and that I acknowledge the duty to disclose to the U.S. Patent and Trademark Office all information known to me to be material to patentability as defined in 37 C.F.R. § 1.56.

I hereby claim foreign priority benefits under 35 U.S.C. § 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application(s) for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

Number	Country	Date Filed	Priority Claimed (Yes) (No)
-----NONE-----			

I hereby claim the benefit under 35 U.S.C. § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not

disclosed in the prior United States application(s) in the manner provided by the first paragraph of 35 U.S.C. § 112, I acknowledge the duty to disclose to the U.S. Patent and Trademark Office all information known to me to be material to patentability as defined in 37 C.F.R. § 1.56 which became available between the filing date of the prior application(s) and the national or PCT international filing date of this application:

<u>Application Serial Number</u>	<u>Date Filed</u>	<u>Status</u>
-----NONE-----		

I hereby appoint:

Jerry W. Mills	Reg. No. 23,005
Robert M. Chiaviello, Jr.	Reg. No. 32,461
Ann C. Livingston	Reg. No. 32,479
Thomas R. Felger	Reg. No. 28,842
Charles S. Fish	Reg. No. 35,870
Kevin J. Meek	Reg. No. 33,738
T. Murray Smith	Reg. No. 30,222
Barton E. Showalter	Reg. No. 38,302
David G. Wille	Reg. No. 38,363
Bradley P. Williams	Reg. No. 40,227
Terry J. Stalford	Reg. No. 39,522
Christopher W. Kennerly	Reg. No. 40,675
Harold E. Meier	Reg. No. 22,428
Douglas M. Kubehl	Reg. No. 41,915
Thomas R. Nesbitt, Jr.	Reg. No. 22,075
James J. Maune	Reg. No. 26,946
Roger J. Fulghum	Reg. No. 39,678
Scott F. Partridge	Reg. No. 28,142
James B. Arpin	Reg. No. 33,470
Jay B. Johnson	Reg. No. 38,193
Robert W. Holland	Reg. No. 40,020
James L. Baudino	Reg. No. 43,486
Tara D. Knapp	Reg. No. 43,723
Michael R. Barré	Reg. No. 44,023
William R. Borchers	Reg. No. 44,549
Brian W. Oaks	Reg. No. 44,981
Luke K. Pedersen	Reg. No. 45,003
Matthew B. Talpis	Reg. No. 45,152
David M. Doyle	Reg. No. 43,596
Keiko Ichiye	Reg. No. 45,460
Jeffery D. Baxter	Reg. No. 45,560
Thomas A. Beaton	Reg. No. 46,543
Kurt M. Pankratz	Reg. No. 46,977
Brian E. Szymczak	Reg. No. 47,120

Thomas J. Frame	Reg. No. 47,232
Scott F. Wendorf	Reg. No. 48,029
Patent Agents:	
Brian A. Dietzel	Reg. No. 44,656
Kevin R. Imes	Reg. No. 44,795

all of the firm of Baker Botts L.L.P., my attorneys with full power of substitution and revocation, to prosecute this application and to transact all business in the United States Patent and Trademark Office connected therewith, and to file and prosecute any international patent applications filed thereon before any international authorities.

Send Correspondence To:  
Baker Botts L.L.P.  
2001 Ross Avenue  
Dallas, Texas 75201-2980

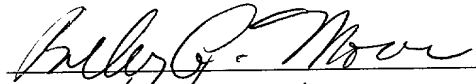
Direct Telephone Calls To:  
Brian W. Oaks  
at 214.953.6986  
Atty. Docket No. 062891.0501

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Full name of first inventor:

Billy G. Moon

Inventor's signature

  
4/4/2001

Date

Residence (City, County, State)

Morrisville, Wake County, NC

Citizenship

United States of America

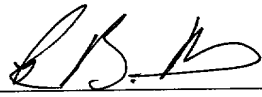
Post Office Address

101 Bannerman Lane  
Morrisville, NC 27560

Full name of second inventor:

Roger B. Melton

Inventor's signature

  
\_\_\_\_\_

Date

April 04, 2001  
\_\_\_\_\_

Residence (City, County, State)

Durham, Durham County, NC

Citizenship

United States of America

Post Office Address

10 Hartley Place  
Durham, NC 27707

062891.0501